

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

IN RE PHARMACEUTICAL INDUSTRY
AVERAGE WHOLESAL PRICE
LITIGATION

MDL NO. 1456
CIVIL ACTION NO. 01-12257-PBS

THIS DOCUMENT RELATES TO
ALL ACTIONS

Hon. Patti B. Saris

TRACK 1 DEFENDANTS' MOTION FOR LEAVE TO FILE UNDER SEAL

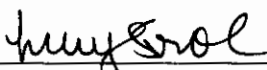
The Track 1 Defendants hereby move this Court for leave to file under seal the Memorandum of Law in Support of Track 1 Defendants' Joint Motion for Summary Judgment; the Declaration of Lucy Fowler in Support of the Track 1 Defendants' Motion for Summary Judgment, and the exhibits attached thereto; the Declaration of Eric M. Gaier, Ph.D., in Support of Track 1 Defendants' Joint Motion for Summary Judgment, and the appendices attached thereto; and the Separate Statement of Undisputed Material Facts in Support of Defendants' Motion for Summary Judgment, submitted pursuant to Local Rule 56.1.

Pursuant to the Protective Order entered by this Court on December 13, 2002 (the “MDL Protective Order”), the parties in the above-captioned cases have designated many documents and other information produced in these cases as either “CONFIDENTIAL” or “HIGHLY CONFIDENTIAL.” The documents listed above incorporate—either directly or indirectly—information that has been designated “CONFIDENTIAL” or “HIGHLY CONFIDENTIAL.” Pursuant to paragraph 15 of the MDL Protective Order, any document or pleading containing quotes from or otherwise referencing such information shall be filed under seal.

Wherefore, the Track 1 Defendants respectfully request that this Court grant them leave to file the Memorandum of Law in Support of Track 1 Defendants' Joint Motion for Summary Judgment; the Declaration of Lucy Fowler in Support of the Track 1 Defendants' Motion for Summary Judgment, and the exhibits attached thereto; the Declaration of Eric M. Gaier, Ph.D., in Support of Track 1 Defendants' Joint Motion for Summary Judgment, and the appendices attached thereto; and the Separate Statement of Undisputed Material Facts in Support of Defendants' Motion for Summary Judgment, submitted pursuant to Local Rule 56.1. under seal.

Dated: Boston, Massachusetts
March 15, 2006

Respectfully Submitted,

By: 
Nicholas C. Theodorou (BBO # 496730)
Lucy Fowler (BBO #647929)
FOLEY HOAG LLP
155 Seaport Blvd.
Boston, Massachusetts 02210
Tel: (617) 832-1000

D. Scott Wise
Michael S. Flynn
Kimberley D. Harris
DAVIS POLK & WARDWELL
450 Lexington Avenue
New York, New York 10017
Tel: (212) 450-4000

Attorneys for AstraZeneca Pharmaceuticals LP

Steven M. Edwards
Lyndon M. Tretter
HOGAN & HARTSON, LLP
875 Third Avenue, Suite 2600
New York, NY 10022
Tel: (212) 918-3000

Attorneys for the Bristol-Myers Squibb Co. and
Oncology Therapeutics Network Corp.

Mark H. Lynch
Geoffrey E. Hobart (BBO #547499)
Ronald G. Dove, Jr.
COVINGTON & BURLING
1201 Pennsylvania Avenue, N.W.
Washington, DC 20004
Tel: (202) 662-6000

Frederick G. Herold
DECHERT LLP
1117 California Avenue
Palo Alto, CA 94304
Tel: (650) 813-4800

Mark D. Seltzer (BBO #556341)
HOLLAND & KNIGHT LLP
10 St. James Ave.
Boston, MA 02116
Tel: (617) 523-2700

Attorneys for SmithKline Beecham Corporation
d/b/a GlaxoSmithKline

William F. Cavanaugh, Jr.
Andrew D. Schau
Erik Haas
PATTERSON, BELKNAP, WEBB & TYLER LLP
1133 Avenue of the Americas
New York, NY 10036
Tel: (212) 336-2000

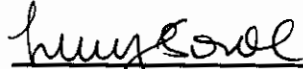
Attorneys for the Johnson & Johnson Defendants

John T. Montgomery (BBO #352220)
Brien T. O'Connor
Steven A. Kaufman (BBO #262230)
Darcy W. Shearer
Eric P. Christofferson (BBO #654087)
ROPES & GRAY LLP
One International Place
Boston, MA 02110
Tel: (617) 951-7000

Attorneys for Schering-Plough Corp. and
Warrick Pharmaceuticals Corp.

CERTIFICATION PURSUANT TO LOCAL RULE 7.1

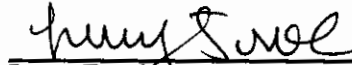
Pursuant to Local Rule 7.1(A)(2), the undersigned certifies that counsel for defendants attempted to confer with counsel for plaintiff on this motion, but was unable to reach counsel for plaintiff.



Lucy Fowler

CERTIFICATE OF SERVICE

I certify that a true and correct copy of the foregoing was delivered on March 15, 2006 via Federal Express to counsel for plaintiffs and to all counsel of record by electronic service pursuant to Paragraph 11 of Case Management Order No. 2, via LexisNexis File & Serve.



Lucy Fowler